

MINTZ LEVIN
COHN FERRIS
GLOVSKY AND
POPEO PC

Washington
Boston
New York
Reston
New Haven

RECEIVED
2003 APR 17 AM 9:15
T.R.A. DOCKET ROOM

701 Pennsylvania Avenue, N.W.
Washington, D.C. 20004
202 434 7300
202 434 7400 fax
www.mintz.com

Robert E. Stup, Jr.

Direct dial 202 661 8711

April 15, 2003

Chairman Sara Kyle
Tennessee Regulatory Authority
460 Robertson Parkway
Nashville, Tennessee 37243-0505

RE: Docket No. 03-00-240 - Notification about the Transfer of Assets and Customers of
Broadwing Communications Services Inc. and Broadwing Telecommunications Inc. to C
III Communications Operations, LLC

Dear Ms. Kyle:

Please accept for filing in the above-referenced matter this letter as identifying the intentions of C III Communications Operations, LLC ("C III Ops") to transfer the existing authorities of Broadwing Communications Services Inc. ("Broadwing-CSI") and, if necessary, Broadwing Telecommunications Inc. ("Broadwing-TI") to C III Ops so that it can provide intrastate interexchange services in Tennessee.

C III Ops is seeking both facilities-based and resold intrastate interexchange services. Broadwing-CSI received this authority in Tennessee on October 13, 1995, in Case No. 95-03221, under the name IXC Long Distance, Inc. ("IXC-LD"). As the Authority was previously notified, IXC-LD's name was later changed to IXC Communications Services, Inc. and then to Broadwing-CSI. Broadwing-TI received its authority to provide resold telecommunications services in Tennessee on August 2, 1995, in Case No. 95-02659, under the name Network Long Distance, Inc. ("Network"). As the Authority was previously notified, Network's name was later changed to Eclipse Telecommunications, Inc. and then to Broadwing-TI. Broadwing-TI currently resells Broadwing-CSI's long distance services to end-user customers. Insofar as the authority of Broadwing-TI is necessary for C III Ops to provision both facilities-based and resold intrastate interexchange services throughout Tennessee, please transfer that authority as well.

MINTZ, LEVIN, COHN, FERRIS, GLOVSKY AND POPEO, P.C.

Chairwoman Sara Kyle

April 15, 2003

Page 2

If you have any questions relating to this manner, please contact the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to be "RS" or "Stup", written in a cursive, stylized manner.

Robert E. Stup, Jr.

cc: Rosie Gregory